

EXHIBIT B

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

Presentment Date: March 8, 2013
Time: 12:00 p.m.

SECURITIES INVESTOR PROTECTION
CORPORATION,

Objections Due: March 8, 2013
Time: 11:00 a.m.

Plaintiff-Applicant,

v.

Adv. Pro. No. 08-01789 (BRL)

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

SIPA Liquidation

(Substantively Consolidated)

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

**ORDER GRANTING TRUSTEE'S MOTION TO RETAIN
NCTM STUDIO LEGALE ASSOCIATO AS SPECIAL
COUNSEL AS OF FEBRUARY 28, 2013**

Upon the motion (the "Motion") of Irving H. Picard (the "Trustee"), as trustee for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC, and the estate of Bernard L. Madoff, for authority to retain NCTM Studio Legale Associato ("NCTM"), as special counsel, as of February 28, 2013, and due and proper notice having been given under the circumstances of this case, and the Securities Investor Protection Corporation having specified NCTM as special counsel, and after due deliberation,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Court finds that NCTM is hereby deemed disinterested under 15 U.S.C. § 78eee(b)(6)(B).

3. The Trustee is authorized to retain NCTM as special counsel to the Trustee, *nunc pro tunc* to February 28, 2013, as provided in the Motion.

Dated: New York, NY
March __, 2013

HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE